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TO:NANCY CHENG COMPANY:PAUL, HASTINGS, JANOFFSKY & WALKER LLP

TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.108/11/2009
900140743

| SUBMISSION TYPE: | NEW ASSIGNMENT | | | | | | | | | | | | | | |
|--|---------------------------------------|----------------------------------|-----------------------|----------------------|-------------------------------|---------------------|----------------------|-----------------------|-------------------|----------------------|--------------|-------------------|--------------|--------------------------------------|--|
| NATURE OF CONVEYANCE: | Assignment of IP Security Agreement | | | | | | | | | | | | | | |
| CONVEYING PARTY DATA | | | | | | | | | | | | | | | |
| <table border="1"><thead><tr><th>Name</th><th>Formerly</th><th>Execution Date</th><th>Entity Type</th></tr></thead><tbody><tr><td>TEXTRON FINANCIAL CORPORATION</td><td></td><td>07/01/2009</td><td>CORPORATION: DELAWARE</td></tr></tbody></table> | Name | Formerly | Execution Date | Entity Type | TEXTRON FINANCIAL CORPORATION | | 07/01/2009 | CORPORATION: DELAWARE | | | | | | | |
| Name | Formerly | Execution Date | Entity Type | | | | | | | | | | | | |
| TEXTRON FINANCIAL CORPORATION | | 07/01/2009 | CORPORATION: DELAWARE | | | | | | | | | | | | |
| RECEIVING PARTY DATA | | | | | | | | | | | | | | | |
| <table border="1"><tr><td>Name:</td><td>Wells Fargo Bank, N.A., as Agent</td></tr><tr><td>Street Address:</td><td>110 West 40th Street</td></tr><tr><td>Internal Address:</td><td>16th Floor</td></tr><tr><td>City:</td><td>New York</td></tr><tr><td>State/Country:</td><td>NEW YORK</td></tr><tr><td>Postal Code:</td><td>10018</td></tr><tr><td>Entity Type:</td><td>National Banking Association: U.S.A.</td></tr></table> | Name: | Wells Fargo Bank, N.A., as Agent | Street Address: | 110 West 40th Street | Internal Address: | 16th Floor | City: | New York | State/Country: | NEW YORK | Postal Code: | 10018 | Entity Type: | National Banking Association: U.S.A. | |
| Name: | Wells Fargo Bank, N.A., as Agent | | | | | | | | | | | | | | |
| Street Address: | 110 West 40th Street | | | | | | | | | | | | | | |
| Internal Address: | 16th Floor | | | | | | | | | | | | | | |
| City: | New York | | | | | | | | | | | | | | |
| State/Country: | NEW YORK | | | | | | | | | | | | | | |
| Postal Code: | 10018 | | | | | | | | | | | | | | |
| Entity Type: | National Banking Association: U.S.A. | | | | | | | | | | | | | | |
| PROPERTY NUMBERS Total: 3 | | | | | | | | | | | | | | | |
| <table border="1"><thead><tr><th>Property Type</th><th>Number</th><th>Word Mark</th></tr></thead><tbody><tr><td>Registration Number:</td><td>2388982</td><td>STOREROOM SOLUTIONS</td></tr><tr><td>Registration Number:</td><td>2422279</td><td>VIRTUAL STOREROOM</td></tr><tr><td>Registration Number:</td><td>2685046</td><td>STOREROOM-ON-SITE</td></tr></tbody></table> | Property Type | Number | Word Mark | Registration Number: | 2388982 | STOREROOM SOLUTIONS | Registration Number: | 2422279 | VIRTUAL STOREROOM | Registration Number: | 2685046 | STOREROOM-ON-SITE | | | |
| Property Type | Number | Word Mark | | | | | | | | | | | | | |
| Registration Number: | 2388982 | STOREROOM SOLUTIONS | | | | | | | | | | | | | |
| Registration Number: | 2422279 | VIRTUAL STOREROOM | | | | | | | | | | | | | |
| Registration Number: | 2685046 | STOREROOM-ON-SITE | | | | | | | | | | | | | |
| CORRESPONDENCE DATA | | | | | | | | | | | | | | | |
| Fax Number: | (213)627-0705 | | | | | | | | | | | | | | |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | | | | | | | | | | | | | | |
| Phone: | (213) 683-5627 | | | | | | | | | | | | | | |
| Email: | nancycheng@paulhastings.com | | | | | | | | | | | | | | |
| Correspondent Name: | Nancy Cheng | | | | | | | | | | | | | | |
| Address Line 1: | Paul, Hastings, Janofsky & Walker LLP | | | | | | | | | | | | | | |
| Address Line 2: | 515 S. Flower Street, 25th Floor | | | | | | | | | | | | | | |
| Address Line 4: | Los Angeles, CALIFORNIA 90071 | | | | | | | | | | | | | | |
| ATTORNEY DOCKET NUMBER: | WF/STOREROOM(39093-00010) | | | | | | | | | | | | | | |

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TO:NANCY CHENG COMPANY:PAUL, HASTINGS, JANOFFSKY & WALKER LLP

| | |
|---|---------------|
| NAME OF SUBMITTER: | Nancy Cheng |
| Signature: | /Nancy Cheng/ |
| Date: | 08/11/2009 |
| Total Attachments: 5 source=Assignment of IP Security Agreement#page1.tif source=Assignment of IP Security Agreement#page2.tif source=Assignment of IP Security Agreement#page3.tif source=Assignment of IP Security Agreement#page4.tif source=Assignment of IP Security Agreement#page5.tif | |

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REEL: 004043 FRAME: 0893

TO: NANCY CHENG COMPANY: PAUL, HASTINGS, JANOFFSKY & WALKER LLP

ASSIGNMENT OF IP SECURITY AGREEMENT

This **ASSIGNMENT OF IP SECURITY AGREEMENT** (this "Assignment") is executed as of July 1, 2009, by **TEXTRON FINANCIAL CORPORATION**, a Delaware corporation ("Textron"), in its capacity as lender immediately prior to the effectiveness of the below-defined Assignment and Assumption Agreement (in such capacity, "Assignor") in favor of Assignee (as defined below). Capitalized terms used herein but not defined herein shall have the respective meanings assigned to such terms in the Loan Agreement referred to below.

WITNESSETH:

WHEREAS, Storeroom Solutions, Inc., a Pennsylvania corporation ("Borrower") entered into that certain Amended and Restated Loan and Security Agreement, dated as of March 26, 2007 (as amended, restated, supplemented, or otherwise modified from time to time, the "Loan Agreement"), by and among Borrower and Textron, as Lender;

WHEREAS, Borrower entered into that certain Patent, Copyright and Trademark Collateral Assignment and Security Agreement, dated as of April 1, 2003 (as amended, restated, supplemented, or otherwise modified from time to time, the "IP Security Agreement"), by and among Borrower and Textron, concerning the Intellectual Property Collateral (as defined in the IP Security Agreement), including the Trademarks, Patents, Trade Names and Copyrights (each, as defined in the IP Security Agreement) listed on Schedule 1 attached hereto, which IP Security Agreement was recorded with the United States Patent and Trademark Office on July 18, 2003 as Reel/Frame Number 002780/0038 and the Copyright listed on Schedule 1 was registered with the United States Copyright Office on May 7, 2002;

WHEREAS, Assignor and Wells Fargo Bank, N.A. ("Assignee") are parties to that certain Assignment and Assumption Agreement, dated as of June 4, 2009 (the "Assignment Agreement"), pursuant to which Assignor has assigned all of its right, title and interest in and to the Loan Documents to Assignee; and

WHEREAS, in connection with the Assignment Agreement, Assignee has requested that Assignor enter into this Assignment;

NOW, THEREFORE, the parties hereto hereby agree as follows:

1. Assignment. Assignor, for good and adequate consideration described in the Assignment Agreement, the receipt and sufficiency of which are hereby acknowledged, hereby assigns, without recourse, representation or warranty of any kind, as of the Effective Date (as defined in the Assignment Agreement) to Assignee all of the rights, title and interest of Assignor in, to and under the IP Security Agreement.
2. Further Assurances. Assignor agrees to cooperate with Assignee and take all actions reasonably requested by Assignee in order to fully carry out the terms of this Assignment or to permit Assignee to obtain the full benefits of this Assignment.

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3. Governing Law. This Assignment shall be governed by, and construed and enforced in accordance with, the laws of the State of Rhode Island without regard to principles of conflicts of laws.

[Signature pages follow.]

LEGAL_US_W # 62127537.3

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TO: NANCY CHENG COMPANY: PAUL, HASTINGS, JANOFSKY & WALKER LLP

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed by its duly authorized officer or representative as of the day and year first above written.

"ASSIGNOR":

TEXTRON FINANCIAL CORPORATION,
a Delaware corporation,
in its capacity as Assignor

By: Robert E. WagnerName: ROBERT E. WagnerTitle: DIVISION PRESIDENT**"ASSIGNEE":**

WELLS FARGO BANK, N.A.,
a national banking association,
in its capacity as Assignee

By: _____

Name: _____

Title: _____

[SIGNATURE PAGE TO ASSIGNMENT IF SECURITY INTEREST]

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TO: NANCY CHENG COMPANY: PAUL, HASTINGS, JANOFFSKY & WALKER LLP

Aug. 11. 2009 2:50PM

No. 7471 P. 4

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be
duly executed by its duly authorized officer or representative as of the day and year first above
written.

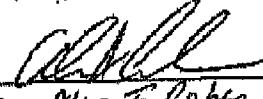
"ASSIGNOR":

TEXTRON FINANCIAL CORPORATION,
a Delaware corporation,
in its capacity as Assignor

By: _____
Name: _____
Title: _____

"ASSIGNEE":

WELLS FARGO BANK, N.A.,
a national banking association,
in its capacity as Assignee

By: 
Name: Alan E. Cohen
Title: VP- Relationship Manager

[SIGNATURE PAGE TO ASSIGNMENT IF SECURITY INTEREST]

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TO: NANCY CHENG COMPANY: PAUL, HASTINGS, JANOFSKY & WALKER LLP

SCHEDULE 1
TO
ASSIGNMENT OF IP SECURITY INTEREST

TRADEMARKS

| Trademark/ Service Mark | Country | Registration No. | Registration/ Filing Date | Expiration Date |
|-------------------------|---------|------------------|-------------------------------------|--------------------|
| Storeroom Solutions | USA | 2,388,982 | September 26, 2000/ June 3, 1997 | September 25, 2010 |
| Virtual Storeroom | USA | 2,422,279 | January 16, 2001/ July 7, 1997 | January 15, 2011 |
| Storeroom-on-site | USA | 2,685,046 | February 11, 2003/ July 7, 1997 | February 10, 2013 |

PATENTS

| Patent | Country | Registration No. | Registration/ Filing Date | Expiration Date |
|--------|---------|------------------|---------------------------|-----------------|
| None | | | | |

TRADE NAMES

Storeroom Solutions.

COPYRIGHTS

| Copyright | Country | Registration No. | Registration/ Filing Date | Expiration Date |
|-------------------|---------|------------------|---------------------------|-------------------|
| Storeroom-on-site | USA | Txu 1-036-669 | May 7, 2002 | December 31, 2096 |

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TO:NANCY CHENG COMPANY:PAUL, HASTINGS, JANOFSKY & WALKER LLP

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 12, 2009

900140743

PTAS

NANCY CHENG
PAUL, HASTINGS, JANOFSKY & WALKER LLP
515 S. FLOWER STREET, 25TH FLOOR
LOS ANGELES, CA 90071UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 900140743

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.
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\$3.31 (A) (8) .

ALLYSON PURNELL, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

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Approved for use through 07/31/2012. OMB 0651-0031

U.S. Patent and Trademark Office; U.S. DEPARTMENT OF COMMERCE

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Certificate of Transmission under 37 CFR 1.8

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on August 13, 2009
Date

Nancy Cheng
Signature

Nancy Cheng C/O Paul, Hastings, Janofsky & Walker LLP
Typed or printed name of person signing Certificate

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(213) 683 - 5627
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